

Exhibit G

1065

Form 1065
Department of the Treasury
Internal Revenue Service

U.S. Return of Partnership Income

For calendar year 2002, or tax year beginning _____ and ending _____

► See separate instructions.

OMB No. 1545-0099

2002

A Principal business activity

INVESTMENTS

B Principal product or service

INVESTMENTS

C Business code number

523900

SAMUELS FAMILY LIMITED PARTNERSHIP
14 PINE HILL DRIVE
DIX HILLS, NY 11746D Employer identification number
[REDACTED]

E Date business started

07/25/01

F Total assets (see page J4 of the instructions)

\$ 1,000,000

G Check applicable boxes: (1) Initial return (2) Final return (3) Name change (4) Address change (5) Amended returnH Check accounting method: (1) Cash (2) Accrual (3) Other(specify) ►

I Number of Schedules K-1. Attach one for each person who was a partner at any time during the tax year ►

2

Caution: Include only trade or business income and expenses on lines 1a through 22 below. See the instructions for more information.

1a	Gross receipts or sales	1a	
1b	Less returns and allowances	1b	
1c	Cost of goods sold (Schedule A, line 8)	1c	
2	Gross profit. Subtract line 2 from line 1c	2	
3	Ordinary income (loss) from other partnerships, estates, and trusts	3	
4	Net farm profit (loss) (attach Schedule F (Form 1040))	4	
5	Net gain (loss) from Form 4797, Part II, line 18	5	
6	Other income (loss)	6	
7		7	
8	Total income (loss). Combine lines 3 through 7	8	
9	Salaries and wages (other than to partners) (less employment credits)	9	
10	Guaranteed payments to partners	10	
11	Repairs and maintenance	11	
12	Bad debts	12	
13	Rent	13	
14	Taxes and licenses	14	
15	Interest	15	
16a	Depreciation (if required, attach Form 4562)	16a	
16b	Less depreciation reported on Schedule A and elsewhere on return	16b	
16c		16c	
17	Depletion (Do not deduct oil and gas depletion.)	17	
18	Retirement plans, etc.	18	
19	Employee benefit programs	19	
20	Other deductions	20	
21	Total deductions. Add the amounts shown in the far right column for lines 9 through 20	21	
22	Ordinary income (loss) from trade or business activities. Subtract line 21 from line 8	22	0.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than general partner or limited liability company member) is based on all information of which preparer has any knowledge.

Sign Here

Signature of general partner or limited liability company member

Date

May the IRS discuss this return with the preparer shown below (see instructions)? Yes NoPaid
Preparer's
Use OnlyPreparer's
signature

Date

Check if
self-employed

Preparer's SSN or PTIN

P00271070

Firm's name (or yours
if self-employed),
address, and ZIP codeMICHAEL J. WEISS, CPA
14 DOTI COURT
HUNTINGTON, NY 11743

EIN

Phone no.

(631) 368-6648

For Paperwork Reduction Act Notice, see separate instructions.

Form 1065 (2002)

SAMUELS FAMILY LIMITED PARTNERSHIP

Form 1065 (2002)

Page 2

Schedule A Cost of Goods Sold (see page 19 of the instructions)

1	Inventory at beginning of year	1
2	Purchases less cost of items withdrawn for personal use	2
3	Cost of labor	3
4	Additional section 263A costs (attach schedule)	4
5	Other costs	5
6	Total. Add lines 1 through 5	6
7	Inventory at end of year	7
8	Cost of goods sold. Subtract line 7 from line 6. Enter here and on page 1, line 2	8
9a Check all methods used for valuing closing inventory:		
(i) <input type="checkbox"/> Cost as described in Regulations section 1.471-3		
(ii) <input type="checkbox"/> Lower of cost or market as described in Regulations section 1.471-4		
(iii) <input type="checkbox"/> Other (specify method used and attach explanation) ►		
b Check this box if there was a writedown of "subnormal" goods as described in Regulations section 1.471-2(c)		►
c Check this box if the LIFO inventory method was adopted this tax year for any goods (if checked, attach Form 970)		►
d Do the rules of section 263A (for property produced or acquired for resale) apply to the partnership?		<input type="checkbox"/> Yes <input type="checkbox"/> No
e Was there any change in determining quantities, cost, or valuations between opening and closing inventory?		<input type="checkbox"/> Yes <input type="checkbox"/> No
If "Yes," attach explanation		

Schedule B Other Information

1	What type of entity is filing this return? Check the applicable box:	Yes	No
a	<input type="checkbox"/> Domestic general partnership	<input type="checkbox"/> Domestic limited partnership	
c	<input type="checkbox"/> Domestic limited liability company	<input type="checkbox"/> Domestic limited liability partnership	
e	<input type="checkbox"/> Foreign partnership	<input type="checkbox"/> Other ►	
2	Are any partners in this partnership also partnerships?	X	
3	During the partnership's tax year, did the partnership own any interest in another partnership or in any foreign entity that was disregarded as an entity separate from its owner under Regulations sections 301.7701-2 and 301.7701-3? If yes, see instructions for required attachment	X	
4	Is this partnership subject to the consolidated audit procedures of sections 6221 through 6233? If "Yes," see Designation of Tax Matters Partner below	X	
5	Does this partnership meet all three of the following requirements?	X	
a	The partnership's total receipts for the tax year were less than \$250,000;		
b	The partnership's total assets at the end of the tax year were less than \$600,000; and		
c	Schedules K-1 are filed with the return and furnished to the partners on or before the due date (including extensions) for the partnership return.		
If "Yes," the partnership is not required to complete Schedules L, M-1, and M-2; Item F on page 1 of Form 1065; or Item J on Schedule K-1			
6	Does this partnership have any foreign partners? If "Yes," the partnership may have to file Forms 8804, 8805 and 8813. See page 20 of the instructions	X	
7	Is this partnership a publicly traded partnership as defined in section 469(k)(2)?	X	
8	Has this partnership filed, or is it required to file, Form 8284, Application for Registration of a Tax Shelter?	X	
9	At any time during calendar year 2002, did the partnership have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country. ►	X	
10	During the tax year, did the partnership receive a distribution from, or was it the grantor of, or transferor to, a foreign trust? If "Yes," the partnership may have to file Form 3520. See page 20 of the instructions.	X	
11	Was there a distribution of property or a transfer (e.g., by sale or death) of a partnership interest during the tax year? If "Yes," you may elect to adjust the basis of the partnership's assets under section 754 by attaching the statement described under Elections Made By the Partnership on page 7 of the instructions	X	
12	Enter the number of Forms 8865, Return of U.S. Persons With Respect to Certain Foreign Partnerships, attached to this return	X	

Designation of Tax Matters Partner (see page 21 of the instructions)

Enter below the general partner designated as the tax matters partner (TMP) for the tax year of this return:

Name of
designated TMP ►Identifying
number of TMP ►Address of
designated TMP ►

Form 1065 (2002)

Page 3

Schedule K Partners' Shares of Income, Credits, Deductions, etc.

		(a) Distributive share items	(b) Total amount
I	1	1 Ordinary income (loss) from trade or business activities (page 1, line 22)	1
n	2	2 Net income (loss) from rental real estate activities (attach Form 8825)	2
c	3a	3a Gross income from other rental activities	3a
o	3b	b Expenses from other rental activities (attach schedule)	3b
m	3c	c Net income (loss) from other rental activities. Subtract line 3b from line 3a	3c
e	4a	4 Portfolio income (loss): a Interest income	4a
/	4b	b Ordinary dividends	4b
L	4c	c Royalty income	4c
o	4d	d Net short-term capital gain (loss) (attach Schedule D (Form 1065))	4d
s	4e(1)	e (1) Net long-term capital gain (loss) (attach Schedule D (Form 1065)):	4e(1)
s	4f	(2) 28% rate gain (loss) ►	4f
	5	f Other portfolio income (loss) (attach schedule)	5
De-	6	5 Guaranteed payments to partners	6
duc-	7	6 Net section 1231 gain (loss) (other than due to casualty or theft) (attach Form 4797):	7
tions	8	7 Other income (loss) (attach schedule)	8
C	9	8 Charitable contributions (attach schedule)	9
re-	10	9 Section 179 expense deduction (attach Form 4562)	10
di-	11	10 Deductions related to portfolio income (itemize)	11
ts		11 Other deductions (attach schedule)	54,236.
		SEE SCHEDULE 1	
Invest-	12a	12a Low-income housing credit	12a
ment	12a(1)	(1) From partnerships to which section 42(j)(5) applies	12a(1)
Inter-	12a(2)	(2) Other than on line 12a(1)	12a(2)
est	12b	b Qualified rehabilitation expenditures related to rental real estate activities (attach Form 3468)	12b
	12c	c Credits (other than credits shown on lines 12a and 12b) related to rental real estate activities	12c
	12d	d Credits related to other rental activities	12d
	13	13 Other credits	13
Self-	14a	14a Interest expense on investment debts	14a
Em-	14b(1)	b (1) Investment income included on lines 4a, 4b, 4c and 4f above	14b(1)
ploy-	14b(2)	(2) Investment expenses included on line 10 above	14b(2)
ment	15a	15a Net earnings (loss) from self-employment	15a
	15b	b Gross farming or fishing income	15b
	15c	c Gross nonfarm income	15c
Adj-	16a	16a Depreciation adjustment on property placed in service after 1986	16a
ust-	16b	b Adjusted gain or loss	16b
ments	16c	c Depletion (other than oil and gas)	16c
and	16d(1)	d (1) Gross income from oil, gas, and geothermal properties	16d(1)
Tax	16d(2)	(2) Deductions allocable to oil, gas, and geothermal properties	16d(2)
Pre-	16e	e Other adjustments and tax preference items (attach schedule)	16e
fer-			
ence			
Items			
	17a	17a Name of foreign country or U.S. possession ►	17a
	17b	b Gross income from all sources	17b
	17c	c Gross income sourced at partner level	17c
For-		d Foreign gross income sourced at partnership level:	
reign	17d(3)	(1) Passive ►	17d(3)
Taxes		(2) Listed categories (attach schedule) ►	
		(3) Gen. limitation ►	
	17e(2)	e Deductions allocated and apportioned at partner level:	
		(1) Interest expense ►	
		(2) Other	
	17f(3)	f Deductions allocated and apportioned at partnership level to foreign source income:	
		(1) Passive ►	
		(2) Listed categories (attach schedule) ►	
		(3) Gen. limitation ►	
	17g	g Total foreign taxes (check one): ► <input type="checkbox"/> Paid <input type="checkbox"/> Accrued	17g
	17h	h Reduction in taxes available for credit (attach schedule)	17h
O	18	18 Section 59(e)(2) expenditures: a Type ►	18b
th-	19	b Amount ►	19
er	20	20 Tax-exempt interest income	20
	21	21 Other tax-exempt income	21
	22	22 Nondeductible expenses	22
	23	23 Distributions of money (cash and marketable securities)	23
		24 Distributions of property other than money	
		24 Other items and amounts required to be reported separately to partners (attach schedule)	

Form 1065 (2002)

Analysis of Net Income (Loss)

1 Net income (loss). Combine Schedule K, lines 1 through 7 in column (b). From the result subtract the sum of Schedule K, lines 8 through 11, 14a, 17g, and 18b	1	<49,786. >
2 Analysis by partner type:	(i) Corporate	(ii) Individual (active)
a General partners		(iii) Individual (passive)
b Limited partners		(iv) Partnership

Note: Schedules L, M-1 and M-2 are not required if Question 5 of Schedule B is answered "Yes."

Schedule L Balance Sheets per Books	Beginning of tax year		End of tax year	
	(a)	(b)	(c)	(d)
1 Cash				
2a Trade notes and accounts receivable				
b Less allowance for bad debts				
3 Inventories				
4 U.S. government obligations				
5 Tax-exempt securities				
6 Other current assets				
7 Mortgage and real estate loans				
8 Other investments SEE SCHEDULE 3		1,000,000.		1,000,000.
9a Buildings and other depreciable assets				
b Less accumulated depreciation				
10a Depletable assets				
b Less accumulated depletion				
11 Land (net of any amortization)				
12a Intangible assets (amortizable only)				
b Less accumulated amortization				
13 Other assets				
14 Total assets		1,000,000.		1,000,000.
Liabilities and Capital				
15 Accounts payable				
16 Mortgages, notes, bonds payable in less than 1 year				
17 Other current liabilities				
18 All nonrecourse loans				
19 Mortgages, notes, bonds payable in 1 year or more				
20 Other liabilities				
21 Partners' capital accounts		1,000,000.		1,000,000.
22 Total liabilities and capital		1,000,000.		1,000,000.

Schedule M-1 Reconciliation of Income (Loss) per Books With Income (Loss) per Return

1 Net income (loss) per books	<49,786>	6 Income recorded on books this year not included on Schedule K, lines 1 through 7 (itemize): a Tax-exempt interest \$	
2 Income included on Schedule K, lines 1 through 4, 6, and 7, not recorded on books this year (itemize):			
3 Guaranteed payments (other than health insurance)		7 Deductions included on Schedule K, lines 1 through 11, 14a, 17g, and 18b, not charged against book income this year (itemize): a Depreciation \$	
4 Expenses recorded on books this year not included on Schedule K, lines 1 through 11, 14a, 17g, and 18b (itemize): a Depreciation \$		8 Add lines 6 and 7	
b Travel and entertainment \$		9 Income (loss) (Analysis of Net Income (Loss), line 1). Subtract line 8 from line 5	<49,786>
5 Add lines 1 through 4	<49,786>		

Schedule M-2 Analysis of Partners' Capital Accounts

1 Balance at beginning of year	1,000,000	6 Distributions: a Cash	
2 Capital contributed: a Cash	49,786	b Property	
b Property		7 Other decreases (itemize):	
3 Net income (loss) per books	<49,786>		
4 Other increases (itemize):		8 Add lines 6 and 7	
5 Add lines 1 through 4	1,000,000	9 Balance at end of year. Subtract line 8 from line 5	1,000,000

SCHEDULE K-1
(Form 1065)

Partner's Share of Income, Credits, Deductions, etc.

► See separate instructions.

2002

Department of the Treasury
Internal Revenue Service

For calendar year 2002 or tax year beginning

and ending

Partner's identifying number ► [REDACTED]

Partnership's identifying number ► [REDACTED]

HOWARD SAMUELS
14 PINE HILL DRIVE
DIX HILLS NY 11746SAMUELS FAMILY LIMITED PARTNERSHIP
14 PINE HILL DRIVE
DIX HILLS, NY 11746

A This partner is a general partner limited partner
 limited liability company member

B What type of entity is this partner? ► INDIVIDUAL

C Is this partner a domestic or a foreign partner?

D Enter partner's percentage of: (i) Before change (ii) End of year

Profit sharing	%	50.0000%
Loss sharing	%	50.0000%
Ownership of capital	%	50.0000%

F Partner's share of liabilities (see instructions):

Nonrecourse	\$	-----
Qualified nonrecourse financing	\$	-----
Other	\$	-----

G Tax shelter registration number ► [REDACTED]

H Check here if this partnership is a publicly traded partnership as defined in section 469(k)(2)

E IRS Center where partnership filed return: CINCINNATI, OH

I Check applicable boxes: (1) Final K-1 (2) Amended K-1

J Analysis of partner's capital account:

(a) Capital account at beginning of year	(b) Capital contributed during year	(c) Partner's share of lines 3, 4, and 7, Form 1065, Schedule M-2	(d) Withdrawals and distributions	(e) Capital account at end of year (combine columns (a) through (d))
500,000.	24,893.	<24,893.>	()	500,000.

(a) Distributive share item		(b) Amount	(c) 1040 filers enter the amount in column (b) on:
1	Ordinary income (loss) from trade or business activities	1	See page 6 of Partner's Instructions for Schedule K-1 (Form 1065)
2	Net income (loss) from rental real estate activities	2	
3	Net income (loss) from other rental activities	3	
4	Portfolio income (loss):		
	a Interest	4a	Sch. B, Part I, line 1
	b Ordinary dividends	4b	Sch. B, Part II, line 5
	c Royalties	4c	Sch. E, Part I, line 4
	d Net short-term capital gain (loss)	4d	Sch. D, line 5, col. (f)
	e (1) Net long-term capital gain (loss)	4e(1)	Sch. D, line 12, col. (f)
	(2) 28% rate gain (loss)	4e(2)	Sch. D, line 12, col. (g)
	(3) Qualified 5-year gain	4e(3)	Line 6 of worksheet for Sch. D, line 29
	f Other portfolio income (loss)	4f	Enter on applicable line of your return.
5	Guaranteed payments to partner	5	See page 6 of Partner's Instructions for Schedule K-1 (Form 1065).
6	Net section 1231 gain (loss) (other than due to casualty or theft)	6	
7	Other income (loss) (attach schedule)	7	Enter on applicable line of your return.
Ded- uct- ions	8 Charitable contributions	8	Sch. A, line 15 or 16
	9 Section 179 expense deduction	9	See pages 7 and 8 of Partner's Instructions for Schedule K-1 (Form 1065).
	10 Deductions related to portfolio income	10	
	11 Other deductions	11	SEE SCHEDULE 4. 27,118.
C re- di- ts	12 a Low-income housing credit: (1) From section 42(j)(5) partnerships	12a(1)	Form 8586, line 5
	(2) Other than on line 12a(1)	12a(2)	
	b Qualified rehabilitation expenditures related to rental real estate activities	12b	
	c Credits (other than credits shown on lines 12a and 12b) related to rental real estate activities	12c	See page 8 of Partner's Instructions for Schedule K-1 (Form 1065).
	d Credits related to other rental activities	12d	
	13 Other credits	13	

For Paperwork Reduction Act Notice, see Instructions for Form 1065.

Schedule K-1 (Form 1065) 2002

SAMUELS FAMILY LIMITED PARTNERSHIP

SCHEDULE K-1 - OTHER DEDUCTIONS

SCHEDULE 4

DESCRIPTION	AMOUNT
MARGIN INTEREST	27118.
TOTAL TO SCHEDULE K1 LINE 11	27118.

SCHEDULE K-1
(Form 1065)

Partner's Share of Income, Credits, Deductions, etc.

► See separate instructions.

Department of the Treasury
Internal Revenue Service

For calendar year 2002 or tax year beginning

and ending

2002

Partner's identifying number ► [REDACTED]
Partner's name, address, and ZIP codePartnership's identifying number ► [REDACTED]
Partnership's name, address, and ZIP codePATRICIA SAMUELS
14 PINE HILL DRIVE
DIX HILLS NY 11746SAMUELS FAMILY LIMITED PARTNERSHIP
14 PINE HILL DRIVE
DIX HILLS, NY 11746A This partner is a general partner limited partner
 limited liability company member

B What type of entity is this partner? ► INDIVIDUAL

C Is this partner a domestic or a foreign partner?

D Enter partner's percentage of: (i) Before change or termination (ii) End of year

Profit sharing % 50.0000%
Loss sharing % 50.0000%
Ownership of capital % 50.0000%

E IRS Center where partnership filed return: CINCINNATI, OH

J Analysis of partner's capital account:

(a) Capital account at beginning of year	(b) Capital contributed during year	(c) Partner's share of lines 3, 4, and 7, Form 1065, Schedule M-2	(d) Withdrawals and distributions	(e) Capital account at end of year (combine columns (a) through (d))
500,000.	24,893.	<24,893.>	()	500,000.

(a) Distributive share item		(b) Amount	(c) 1040 filers enter the amount in column (b) on:
1	Ordinary income (loss) from trade or business activities	1	See page 6 of Partner's Instructions for Schedule K-1 (Form 1065)
2	Net income (loss) from rental real estate activities	2	
3	Net income (loss) from other rental activities	3	
4	Portfolio income (loss):		
	a Interest	4a	Sch. B, Part I, line 1
	b Ordinary dividends	4b 2,225.	Sch. B, Part II, line 5
	c Royalties	4c	Sch. E, Part I, line 4
	d Net short-term capital gain (loss)	4d	Sch. D, line 5, col. (f)
	e (1) Net long-term capital gain (loss)	4e(1)	Sch. D, line 12, col. (f)
	(2) 28% rate gain (loss)	4e(2)	Sch. D, line 12, col. (g)
	(3) Qualified 5-year gain	4e(3)	Line 6 of worksheet for Sch. D, line 29
	f Other portfolio income (loss)	4f	Enter on applicable line of your return.
5	Guaranteed payments to partner	5	See page 6 of Partner's Instructions for Schedule K-1 (Form 1065).
6	Net section 1231 gain (loss) (other than due to casualty or theft)	6	
7	Other income (loss) (attach schedule)	7	Enter on applicable line of your return.
Deductions	8 Charitable contributions	8	Sch. A, line 15 or 16
	9 Section 179 expense deduction	9	See pages 7 and 8 of Partner's Instructions for Schedule K-1 (Form 1065).
	10 Deductions related to portfolio income	10	
	11 Other deductions SEE SCHEDULE 5	11 27,118.	
Credits	12 a Low-income housing credit: (1) From section 42(j)(5) partnerships	12a(1)	Form 8586, line 5
	(2) Other than on line 12a(1)	12a(2)	
	b Qualified rehabilitation expenditures related to rental real estate activities	12b	
	c Credits (other than credits shown on lines 12a and 12b) related to rental real estate activities	12c	See page 8 of Partner's Instructions for Schedule K-1 (Form 1065).
	d Credits related to other rental activities	12d	
	13 Other credits	13	

For Paperwork Reduction Act Notice, see Instructions for Form 1065.

Schedule K-1 (Form 1065) 2002

SAMUELS FAMILY LIMITED PARTNERSHIP

[REDACTED]

=====

SCHEDULE K-1 - OTHER DEDUCTIONS

SCHEDULE 5

DESCRIPTION	AMOUNT
MARGIN INTEREST	27118.
TOTAL TO SCHEDULE K1 LINE 11	27118.

Federal Attachments**2002**

Name(s) as shown on return	Identification Number
<u>SAMUELS FAMILY LIMITED PARTNERSHIP</u>	[REDACTED]

SCHEDULE K - DIVIDEND INCOME**SCHEDULE 1**

DESCRIPTION	AMOUNT
---	---
SHORT DIVIDEND PAID	15630. 11180.-
TOTAL TO SCHEDULE K LINE 4B	4450.

SCHEDULE K - OTHER DEDUCTIONS**SCHEDULE 2**

DESCRIPTION	AMOUNT
---	---
MARGIN INTEREST	54236.
TOTAL TO SCHEDULE K LINE 11	54236.

SCHEDULE L - OTHER INVESTMENTS**SCHEDULE 3**

DESCRIPTION	BEGINNING	ENDING
---	---	---
INVESTMENTS	1000000.	1000000.
TOTAL TO SCHEDULE L LINE 8	1000000.	1000000.

For office use only.

New York State Department of Taxation and Finance

Partnership Return

2002

IT-204

For calendar year 2002, or fiscal year beginning _____ and ending _____

P r i n c i p a l o r t y p e	Read the instructions before completing this return.			Employer identification number	
	Legal name			[REDACTED]	
	SAMUELS FAMILY LIMITED PARTNERSHIP			Principal business activity	
	Trade name of business if different from legal name above			INVESTMENTS	
Address (number and street or rural route)			Principal product or service		
14 PINE HILL DRIVE			INVESTMENTS		
City, village or post office			State	ZIP code	NAICS business code number (see instructions)
DIX HILLS			NY	11746	523900
					07/25/01

A Mark an X in the box that applies to your entity:

 Regular partnership Limited liability partnership (LLP) Portfolio investment partnership

 Limited liability company (LLC - including limited liability investment company and a limited liability trust company)
B 1) Did the partnership have any income gain, loss, or deduction derived from New York sources during the tax year? B1 Yes No

2) If no, enter the number of resident partners _____

B2 C Mark applicable box(es): ► Change of address ► Initial return ► Amended returnFinal return (attach explanation)

D Is this return the result of federal audit changes? _____

D Yes No

If Yes: 1) Enter date of final federal determination _____

D1 2) Do you concede the federal audit changes? (See instructions for amended return or federal changes.) D2 Yes No E Did you file a New York State partnership return for: 2000 Yes No 2001 Yes No If No, state reason: **NOT IN BUSINESS**F Total number of partners required to be listed on Form IT-204-ATT (see instructions) 2

G Does the partnership currently have tax accounts with New York State for the following taxes?

1. Sales and use tax Yes No X If Yes, enter ID number G12. Withholding tax Yes No X G2

Schedule A

Part I - List all places, both in and out of New York State, where the partnership carries on business (Attach additional sheets if necessary)

Street address	City and state	Description (see instructions)

Part II - Formula basis allocation of income if books do not reflect income earned in New York

Items used as factors	A Totals - in and out of New York State	B New York State amounts	C Percent column B is of column A
Property percentage (see instructions)	1.	1.	%
1 Real property owned	2.	2.	
2 Real property rented from others	3.	3.	
3 Tangible personal property owned	4.	4.	
4 Property percentage (add lines 1, 2 and 3; see inst.)	5.	5.	
5 Payroll percentage (see instructions)	6.	6.	
6 Gross income percentage (see inst.)	7.	7.	
7 Total of percentages (add column C, lines 4, 5 and 6)	8.	8.	
8 Business allocation percentage (divide line 7 by three or by actual number of percentages if less than three)			100.0000%

Third - party designee	Do you want to allow another person to discuss this return with the Tax Dept? (see instructions)		Yes <input checked="" type="checkbox"/> (complete the following) <input type="checkbox"/> No <input type="checkbox"/>
	Designee's name	Designee's phone number	
Paid preparer's use only	Preparer's signature	Preparer's SSN or PTIN P00271070	Signature of general partner
Firm's Name (or yours, if self-employed) MICHAEL J. WEISS, CPA 14 DOTI COURT HUNTINGTON, NY 11743		Employer identification number <input type="checkbox"/>	Sign here
		Date	Date Daytime phone number (optional)
		Mark "X" if self-employed <input checked="" type="checkbox"/>	

Partnership must attach federal Form 1065 or Form 1065-B and all schedules to this Form IT-204 (see instructions for Penalties).

311216

Mail your return to: STATE PROCESSING CENTER, PO BOX 61000, ALBANY, NY 12261-0001.

22041 05F 01/06/03

This is a scannable form: please file this original return with the Tax Department.

IT-204 2002

Schedule B - Partners' New York modifications, credits, etc.**Part I - Partners' New York modifications to federal items**

9 New York State additions (attach schedule; see instructions)	9.
10 New York State subtractions (attach schedule; see instructions)	10.
11 Additions to federal itemized deductions	11.
12 Subtractions from federal itemized deductions	12.
13 Amount of interest expense incurred to carry tax-exempt obligations	13.
14 New York adjustments to federal tax preference items (see instructions)	14.

Total**Part II - Partners' credit information**15 Manufacturing and production, retail enterprise, waste treatment
and pollution control property - Investment credit (attach Form IT-212)**Total**

16 Research and development property - Investment credit (attach Form IT-212)	15.
17 Add-back of investment credit on early dispositions (attach Form IT-212)	16.
18 Defibrillator credit (attach Form IT-250)	17.
19 Investment credit for the financial services industry (attach Form IT-252)	18.
20 Add-back of investment credit on early dispositions for the financial services industry (attach Form IT-252)	19.
21 Credit for employment of persons with disabilities (attach Form IT-251)	20.
22 Alternative fuels credit (attach Form IT-253)	21.
23 Add-back of alternative fuels credit on early dispositions (attach Form IT-253)	22.
24 Fuel oil storage tank credit (attach Form IT-254)	23.
25 Industrial or manufacturing business (IMB) credit (attach Form DTF-623)	24.
26 Low-income housing credit (attach Form DTF-624)	25.
27 Green building credit (attach Form DTF-630)	26.
28 Long-term care insurance credit (attach Form IT-249)	27.
29 EZ wage tax credit (attach Form IT-601)	28.
30 ZEA wage tax credit (attach Form IT-601.1)	29.
31 EZ capital tax credit for investments in and donations to EZ capital corporations (from Form IT-602, Schedule A, line 5; attach form)	30.
32 EZ capital tax credit for investments in certified EZ businesses (from Form IT-602, Schedule B, line 9; attach form)	31.
33 EZ capital tax credit for monetary contributions to EZ development projects (from Form IT-602, Schedule C, line 13; attach form)	32.
34 EZ investment tax credit and EZ employment incentive credit (attach Form IT-603)	33.
35 QEZE credit for real property taxes (attach Form IT-604)	34.
36 QEZE employment increase factor (see instructions)	35.
37 QEZE zone allocation factor (see instructions)	36.
38 QEZE benefit period factor (see instructions)	37.
39 Add-back of QEZE credit for real property taxes (attach Form IT-604)	38.
40 EZ investment tax credit and EZ employment incentive credit for the financial services industry (attach Form IT-605)	39.
41 Add-back of EZ capital tax credit, EZ investment tax credit, and EZ employment incentive credit (attach Forms IT-602 and IT-603)	40.
42 Add-back of EZ investment tax credit and EZ employment incentive credit for the financial services industry (attach Form IT-605)	41.
43 QETC employment credit (attach Form DTF-621)	42.
44 QETC capital tax credit (attach Form DTF-622)	43.
45 Add-back of QETC capital tax credit on early dispositions (attach Form DTF-622)	44.
46 Total acres of qualified agricultural property	45.
47 Total acres of qualified conservation property	46.
48 Total amount of eligible taxes paid	47.
49 Total acres of qualified agricultural property converted to nonqualified use	48.

Part III - Income and deductions allocated to New York (see instructions)**Allocated NY amounts**

50 Ordinary income (loss) from trade or business activities	50.
51 Net income or loss from New York rental real estate activities	51.
52 Net income or loss from other rental activities	52.
53 Portfolio income (loss)	53.
54 Guaranteed payments to partners	54.
55 Net gain (loss) under IRC section 1231 (other than due to casualty or theft)	55.
56 Other income	56.
57 Expense deduction for property under IRC section 179	57.
58 Deductions related to portfolio income (do not include investment interest expense)	58.
59 Other deductions (see instructions)	59.
60 Tax preference items for minimum tax (see instructions)	60.
61 New York adjustments to federal tax preference items (see instructions)	61.
62 Investment interest expense (see instructions)	62.
63 Other items not included above that are required to be reported separately to partners	63.



2002

New York State Department of Taxation and Finance

Partners'
Identifying Information

Attachment to Form IT-204

IT-204-ATT

Legal name (as shown on Form IT-204)

SAMUELS FAMILY LIMITED PARTNERSHIP

Page 1 of 1

Employer identification number

(A) For each identifying number, enter name (last, first, middle initial) on first line; enter home address on second and third lines.	(B) Identifying number (SSN or EIN) (C) Percentage of ownership	(D) Mark X if resident of:	(E) Mark X if partner is:
1. HOWARD SAMUELS 14 PINE HILL DRIVE DIX HILLS NY 11746	1B. [REDACTED] 1C. 50.0000	<input checked="" type="checkbox"/> NYS ____ NYC ____ Yonkers	NYS Corporation Foreign Corporation Partnership Estate or Trust
2. PATRICIA SAMUELS 14 PINE HILL DRIVE DIX HILLS NY 11746	2B. [REDACTED] 2C. 50.0000	<input checked="" type="checkbox"/> NYS ____ NYC ____ Yonkers	NYS Corporation Foreign Corporation Partnership Estate or Trust
3.	3B. 3C.	<input type="checkbox"/> NYS ____ NYC ____ Yonkers	NYS Corporation Foreign Corporation Partnership Estate or Trust
4.	4B. 4C.	<input type="checkbox"/> NYS ____ NYC ____ Yonkers	NYS Corporation Foreign Corporation Partnership Estate or Trust
5.	5B. 5C.	<input type="checkbox"/> NYS ____ NYC ____ Yonkers	NYS Corporation Foreign Corporation Partnership Estate or Trust
6.	6B. 6C.	<input type="checkbox"/> NYS ____ NYC ____ Yonkers	NYS Corporation Foreign Corporation Partnership Estate or Trust
7.	7B. 7C.	<input type="checkbox"/> NYS ____ NYC ____ Yonkers	NYS Corporation Foreign Corporation Partnership Estate or Trust
8.	8B. 8C.	<input type="checkbox"/> NYS ____ NYC ____ Yonkers	NYS Corporation Foreign Corporation Partnership Estate or Trust
9.	9B. 9C.	<input type="checkbox"/> NYS ____ NYC ____ Yonkers	NYS Corporation Foreign Corporation Partnership Estate or Trust

**NYS K-1
EQUIVALENT
SCHEDULE**

For calendar year 2002 or fiscal year beginning

NEW YORK STATE**Partner's Shares of Income, Credits, Deductions, etc. - 2002**

ending

Partner's identifying number ►		Partnership's identifying number ►	
HOWARD SAMUELS 14 PINE HILL DRIVE DIX HILLS NY 11746		SAMUELS FAMILY LIMITED PARTNERSHIP 14 PINE HILL DRIVE DIX HILLS, NY 11746	
Nonresident Partner	YES	<input checked="" type="checkbox"/> NO	
Part I - New York State additions			
Modifications	New York State subtractions		
Additions to federal itemized deductions			
Subtractions from federal itemized deductions			
Interest expense incurred to carry tax-exempt obligations			
New York adjustments to federal tax preference items			
Part II - Credits and Recapture			
Manufacturing and production, retail enterprise, waste treatment and pollution control property-investment credit (IT-212)			
Research and development property-investment credit (IT-212)			
Add-back of investment credit on early dispositions (IT-212)			
Defibrillator credit (IT-250)			
Investment credit for the financial services industry (IT-252)			
Add-back of investment credit on early dispositions for the financial services industry (IT-252)			
Credit for employment of persons with disabilities (IT-251)			
Alternative fuels credit (IT-253)			
Add-back of alternative fuels credit on early dispositions (IT-253)			
Fuel oil storage tank credit (IT-254)			
Industrial or manufacturing business (IMB) credit (DTF-623)			
Low-income housing credit (DTF-624)			
Green building credit (DTF-630)			
Long-term insurance credit (IT-249)			
EZ wage tax credit (IT-601)		ZEA wage tax credit (IT-601.1)	
EZ capital tax credit for investments in and donations to EZ capital corporations (IT-602)			
EZ capital tax credit for investments in certified EZ businesses (IT-602)			
EZ capital tax credit for monetary contributions to EZ development projects (IT-602)			
EZ investment tax credit and EZ employment incentive credit (IT-603)			
QEZE credit for real property taxes (IT-604)			
QEZE employment increase factor			
QEZE zone allocation factor			
QEZE benefit period factor			
Add-back of QEZE credit for real property taxes (IT-604)			
EZ investment tax credit and EZ employment incentive credit for the financial services industry (IT-605)			
Add-back of EZ capital tax credit, EZ investment tax credit, and EZ employment incentive credit (IT-602 and IT-603)			
Add-back of EZ investment tax credit and EZ employment incentive credit for the financial services industry (IT-605)			
QETC employment credit (DTF-621)		QETC capital tax credit (DTF-622)	
Add-back of QETC capital tax credit on early dispositions (DTF-622)			
Total acres of qualified agricultural property		Total acres of qualified conservation property	
Total amount of eligible taxes paid			
Total acres of qualified agricultural property converted to nonqualified use			
Part III - Income Allocated to New York			
Ordinary income (loss) from trade or business activities			
Net income or loss from New York rental real estate activities			
Net income or loss from other rental activities			
Portfolio income (loss)			
Guaranteed payments to partners			
Net gain (loss) under IRC section 1231 (other than due to casualty or theft)			
Other income			
Expense deduction for property under IRC section 179			
Deductions related to portfolio income (do not include investment interest expense)			
Other deductions			
Tax preference items for minimum tax			
New York adjustments to federal tax preference items			
Investment interest expense			
Other items not included above that are required to be reported separately to partners			

66
**NYS K-1
 EQUIVALENT
 SCHEDULE**

**NEW YORK STATE
 Partner's Shares of Income, Credits, Deductions, etc. - 2002**

For calendar year 2002 or fiscal year beginning

ending

Partner's identifying number ►		Partnership's identifying number ►	
PATRICIA SAMUELS 14 PINE HILL DRIVE DIX HILLS NY 11746		SAMUELS FAMILY LIMITED PARTNERSHIP 14 PINE HILL DRIVE DIX HILLS, NY 11746	
Nonresident Partner	YES	<input checked="" type="checkbox"/> NO	
Part I - New York State additions Modifications New York State subtractions Additions to federal itemized deductions Subtractions from federal itemized deductions Interest expense incurred to carry tax-exempt obligations New York adjustments to federal tax preference items Part II - Credits and Recapture Manufacturing and production, retail enterprise, waste treatment and pollution control property-investment credit (IT-212) Research and development property-investment credit (IT-212) Add-back of investment credit on early dispositions (IT-212) Defibrillator credit (IT-250) Investment credit for the financial services industry (IT-252) Add-back of investment credit on early dispositions for the financial services industry (IT-252) Credit for employment of persons with disabilities (IT-251) Alternative fuels credit (IT-253) Add-back of alternative fuels credit on early dispositions (IT-253) Fuel oil storage tank credit (IT-254) Industrial or manufacturing business (IMB) credit (DTF-623) Low-income housing credit (DTF-624) Green building credit (DTF-630) Long-term insurance credit (IT-249) EZ wage tax credit (IT-601) ZEA wage tax credit (IT-601.1) EZ capital tax credit for investments in and donations to EZ capital corporations (IT-602) EZ capital tax credit for investments in certified EZ businesses (IT-602) EZ capital tax credit for monetary contributions to EZ development projects (IT-602) EZ investment tax credit and EZ employment incentive credit (IT-603) QEZE credit for real property taxes (IT-604) QEZE employment increase factor QEZE zone allocation factor QEZE benefit period factor Add-back of QEZE credit for real property taxes (IT-604) EZ investment tax credit and EZ employment incentive credit for the financial services industry (IT-605) Add-back of EZ capital tax credit, EZ investment tax credit, and EZ employment incentive credit (IT-602 and IT-603) Add-back of EZ investment tax credit and EZ employment incentive credit for the financial services industry (IT-605) QETC employment credit (DTF-621) QETC capital tax credit (DTF-622) Add-back of QETC capital tax credit on early dispositions (DTF-622) Total acres of qualified agricultural property Total acres of qualified conservation property Total amount of eligible taxes paid Total acres of qualified agricultural property converted to nonqualified use Part III - Income Allocated to New York Ordinary income (loss) from trade or business activities Net income or loss from New York rental real estate activities Net income or loss from other rental activities Portfolio income (loss) Guaranteed payments to partners Net gain (loss) under IRC section 1231 (other than due to casualty or theft) Other income Expense deduction for property under IRC section 179 Deductions related to portfolio income (do not include investment interest expense) Other deductions Tax preference items for minimum tax New York adjustments to federal tax preference items Investment interest expense Other items not included above that are required to be reported separately to partners			

Affiliated with
 Madoff Securities International Limited
 12 Berkeley Street
 Mayfair, London W1 8DT
 Tel 020 7493 6222

BERNARD L. MADOFF
 INVESTMENT SECURITIES LLC
 New York London

885 Third Avenue
 New York, NY 10022
 (212) 230-2424
 800 334-1343
 Fax (212) 838-4061

SAMUELS FAMILY LTD PARTNERSHIP

14 PINEHILL DRIVE
 DIX HILLS NY 11746

BERNARD L. MADOFF
 INVESTMENT SECURITIES LLC

PLEASE RETAIN THIS STATEMENT FOR INCOME TAX PURPOSES

PERIOD ENDING
 12/31/02
 YOUR ACCOUNT NUMBER
 1-50019-3-0
 YOUR TAX PAYEE IDENTIFICATION NUMBER
 [REDACTED]

DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRAN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
12/02				BALANCE FORWARD		2,051,043.12	
12/02				NOV MARGIN INTEREST CHECK	INT	5,057.36	
12/10				JOHNSON & JOHNSON DIV 11/18/02 1.2/10/02	CW	3,000.00	
12/10				DIV AD 11/19/02 12/10/02 INJ	DIV		1,309.95
12/31				DEC MARGIN INTEREST	PNL	5,245.81	
				NEW BALANCE	TNT	2,064,346.29	
				SECURITY POSITIONS	MKT PRICE		
				ADORE SYS INC	24.910		
				ALTERA CORP	12.340		
				AMEN INC	48.340		
				CATERPILLAR INC	45.720		
				CISCO SYSTEMS INC	13.100		
				FEDEX CORPORATION	54.220		
				INNATION CORP INC LTD	35.080		
				IOMEGA CORP	21.220		
				JOHNSON & JOHNSON	7.850		
				MICRON TECHNOLOGY INC	53.710		
				PEPSICO INC	9.740		
					42.220		
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
					3,154,006.90		

PLEASE RETAIN THIS STATEMENT FOR INCOME TAX PURPOSES

Affiliated with
Madoff Securities International Limited
12 Berkeley Street
Mayfair, London W1 8DT
Tel 020 7433 6222

885 Third Avenue
New York, NY 10022
(212) 230-2424
800 334-1343
Fax (212) 838-4061

BERNARD L. MADOFF
INVESTMENT SECURITIES LLC
New York □ London

SAMUËLS FAMILY LTD PARTNERSHIP

14 PINEHILL DRIVE
DIX HILLS NY 11746

DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TAN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				YEAR-TO-DATE SUMMARY			
				DIVIDENDS			
				MARGIN INTEREST			
						54,235.83	15,630.05

PLEASE RETAIN THIS STATEMENT FOR INCOME TAX PURPOSES

Madoff Securities International Limited
 12 Berkeley Street
 Mayfair, London W1J 8DT
 Tel 020 7493 6222

885 Third Avenue
 New York, NY 10022
 (212) 230-2424
 800 334-1343
 Fax (212) 838-4061

BERNARD L. MADOFF
 INVESTMENT SECURITIES LLC
 New York London
 MADF

SAMUELS FAMILY LTD PARTNERSHIP

14 PINEHILL DRIVE
 DIX HILLS NY 11746

DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	THIN	DESCRIPTION		PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				JOHNSON E. JOHNSON	DIV 11/19/02 12/10/02 DIV ADJ 11/19/02 12/10/02 JNJ			
NEW BALANCE								
12/10				SECURITY POSITIONS		MKT PRICE		
12/10				ADOB SY S INC		24.910		
				ALTERA CORP		12.340		
				CATERPILLAR INC		45.720		
				INCO LTD		21.220		
				JOHNSON E. JOHNSON		53.710		
				MARKET VALUE OF SECURITIES	SHORT LONS	919,806.90-		

PLEASE RETAIN THIS STATEMENT FOR INCOME TAX PURPOSES

Madoff Securities International Limited
12 Berkeley Street
Mayfair, London W1 BDT
Tel 020 7493 6222

885 Third Avenue
New York, NY 10022
(212) 230-2424
800 334-1343
Fax (212) 838-4061

BERNARD L. MADOFF
INVESTMENT SECURITIES LLC
New York London
MADF

SAMUELS FAMILY LTD PARTNERSHIP

14 PINEHILL DRIVE
DIX HILLS NY 11746

PERIOD ENDED: **12/31/02**
PAGE: **2**
YOUR TAX PAYMENT IDENTIFICATION NUMBER: **██████████**
YOUR ACCOUNT NUMBER: **1-S0019-7-0**

DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				YEAR-TO-DATE SUMMARY DIVIDENDS GROSS PROCEEDS FROM SALES		11,180.05	184,300.00

PLEASE RETAIN THIS STATEMENT FOR INCOME TAX PURPOSES